

**EXHIBIT A**  
**[Proposed] Order**

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**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).*

Bankruptcy Case  
No. 19 -30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**[PROPOSED] ORDER PURSUANT TO 11  
U.S.C. §§ 105(a) AND 363 AUTHORIZING  
DEBTORS TO PARTICIPATE IN AB-1054  
WILDFIRE FUND**

1           Upon the Motion dated August 7, 2019 [Docket No. \_\_\_\_] (the “**Motion**”),<sup>1</sup> of  
2 PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as  
3 debtors and debtors in possession (collectively, “**PG&E**” or the “**Debtors**”) in the above-  
4 captioned chapter 11 cases (the “**Chapter 11 Cases**”), pursuant to sections 363 and 105(a) of title  
5 11 of the United States Code (the “**Bankruptcy Code**”), for authority to participate in and  
6 contribute to the Go-Forward Wildfire Fund (as defined in the Motion) upon the Debtors’  
7 emergence from these Chapter 11 Cases, in accordance with the terms of Assembly Bill 1054 (the  
8 “**Wildfire Legislation**”), all as more fully described in the Motion; and this Court having  
9 jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157  
10 and 1334, *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General  
11 Order 24 (N.D. Cal.), and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States  
12 District Court for the Northern District of California (the “**Bankruptcy Local Rules**”); and  
13 consideration of the Motion and the requested relief being a core proceeding pursuant to 28  
14 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and  
15 1409; and the Court having found and determined that notice of the Motion as provided to the  
16 parties listed therein is reasonable and sufficient under the circumstances, and it appearing that no  
17 other or further notice need be provided; and this Court having reviewed the Motion; and this  
18 Court having held a hearing on the Motion; and this Court having determined that the legal and  
19 factual bases set forth in the Motion establish just cause for the relief granted herein; and it  
20 appearing that the relief requested in the Motion is in the best interests of the Debtors, their  
21 estates, creditors, shareholders, and all parties in interest and represents a sound exercise of the  
22 Debtors’ business judgment; and upon all of the proceedings had before this Court and after due  
23 deliberation and sufficient cause appearing therefor, for the reasons stated on the record at the  
24 hearing of the Motion,

25           **IT IS HEREBY ORDERED THAT:**

- 26           1.       The Motion is granted as provided herein.

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28           <sup>1</sup> Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to such terms in the Motion.

1                   2.       The Utility is authorized, but not directed, pursuant to sections 363 and 105(a)  
2 of the Bankruptcy Code, to participate in the Go-Forward Wildfire Fund and to make any initial and  
3 annual contributions to the Go-Forward Wildfire Fund as such contributions become due under the  
4 terms of the Wildfire Legislation; *provided*, that the Utility's obligation to participate in and  
5 contribute to the Go-Forward Wildfire Fund is effective upon the satisfaction of the Conditions to  
6 Participation and the Debtors' exit from these Chapter 11 Cases.

7                   3.       For the avoidance of doubt, this Order satisfies the condition to participation  
8 in the Go-Forward Wildfire Fund set forth in proviso (2) of section 3292(e) of the Wildfire  
9 Legislation.

10                  4.       The Debtors are authorized, but not directed, to take any and all steps that are  
11 necessary or appropriate to effectuate the terms of this Order, including the incorporation of this  
12 Order and the relief granted herein into any proposed chapter 11 plan of reorganization.

13                  5.       This Court shall retain jurisdiction to hear and determine all matters arising  
14 from or related to the implementation, interpretation, or enforcement of this Order.

15                               \*\* END OF ORDER \*\*  
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